

MORAN & SHAMS, P.A.
ATTORNEYS AT LAW

P95000027958

KELLY T. BENTON June 13, 1997

JAMES F. KIDD

ROBERT S. MACDONALD

BRIAN J. MORAN Secretary of State
Attention: Corporation Division
THOMAS P. MORAN Post Office Box 6327
Tallahassee, Florida 32314

MAURICE SHAMS

SIDNEY H. SHAMS

CHRISTOPHER C. SKAMBIN

Re: Business Congress International, Inc.

400002213214--2
-06/16/97--01132--001
*****87.50 *****87.50

Dear Sir/Madam:

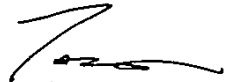
Please find enclosed in duplicate an Articles of Amendment to the Articles of Incorporation of Business Congress International, Inc. together with our check made payable to the "Secretary of State" in the amount of \$87.50, to cover the following:

Filing Fee	\$ 35.00
Certified Copy	52.50

Please file the Amendment immediately and forward to us the certified copy thereof. If there is anything which is not in order, please call us collect.

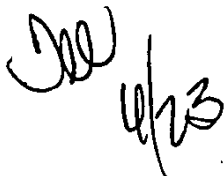
Thank you.

Sincerely,


Thomas P. Moran

TPM/jmc
Enclosures

FILED
97 JUN 16 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Amend.

PO BOX 472 ORLANDO, FL 32802 0472
111 N. ORANGE AVE. SUITE 1200 ORLANDO, FL 32801
PH 407 841 4141 FX 407 841 4148

**ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
BUSINESS CONGRESS INTERNATIONAL, INC.**

FILED
97 JUN 16 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of The Florida Statutes, the undersigned Florida corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

Article I - Name

The name of the corporation is BUSINESS CONGRESS INTERNATIONAL, INC. (hereinafter referred to as the "Corporation").

Article II - Adoption and Text of Amendments

All of the directors of the Corporation approved a resolution amending Article IX of the Articles of Incorporation by written consent dated the 11th day of June, 1997, in accordance with the provisions of Section 607.0821 of the Florida Statutes, and all of the shareholders of the Corporation approved the resolution amending Article IX of the Articles of Incorporation by written consent the 11th day of June, 1997, in accordance with the provisions of Section 607.0704 of The Florida Statutes. The following is a true and correct copy of the resolution amending Article IX of the Articles of Incorporation.

RESOLVED, that Article IX of the Articles of Incorporation of the Corporation be amended in its entirety to read as follows:

"ARTICLE IX

DIRECTORS

This corporation shall have a minimum of one (1) director. The initial Board of Directors shall consist of:

**VADIM I. TCHERKES-ZADE
Bartak, Bubenechska 28
Praha-6, 16000, Bubenech
Prague Czech Republic"**

Article III - Effective Date of Amendment

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing the Articles of Amendment to the Articles of Incorporation with the Secretary of State of the State of Florida.


DATED this 11th day of June, 1997.

BUSINESS CONGRESS INTERNATIONAL, INC.

By: 
Vadim I. Tcherkes-Zade, President

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 11 day of June, 1997, by Vadim I. Tcherkes-Zade, President, of Business Congress International, Inc., on behalf of the corporation. He produced his Union of Soviet Socialist Republics Passport No. 41 N 0608687 and United States of America Visa Control #19970870990030 as identification.


June M. Comas, Notary Public
My Commission Expires:



June M. Comas
MY COMMISSION # CC017580 EXPIRES
May 30, 2001
BONDED THRU TROY FAIR INSURANCE, INC.